

Cliff Fonstein  
Joanne Seltzer  
Sidley Austin LLP  
787 Seventh Avenue  
New York, New York 10019  
(212) 839-5300

Attorneys for Defendant  
Deutsche Bank Securities Inc.

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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:  
DANIEL B. GRAVES, :  
:  
Plaintiff, : 07 Civ. 5471 (BSJ) (KNF)  
:  
- against - : **AFFIRMATION IN OPPOSITION**  
:  
DEUTSCHE BANK SECURITIES INC., : **TO PLAINTIFF'S MOTION TO**  
:  
Defendant. : **FILE A SECOND AMENDED**  
:  
:  
----- X

CLIFF FONSTEIN, an attorney at law duly authorized to practice before the courts of the State of New York, affirms under penalty of perjury:

1. I am a member of Sidley Austin LLP, counsel for defendants, Deutsche Bank Securities Inc. ("DBSI"). As such, I am fully familiar with the facts and circumstances of the instant action.

2. True and correct copies of relevant pages of Defendant's Memorandum of Law in Support of its Motion for Partial Dismissal of the Complaint and to Strike Portions of the Complaint, filed on July 3, 2007, are attached hereto as Exhibit A.

3. A true and correct copy of the DBSI's Memorandum of Law in Support of its Motion for Sanctions, filed on May 30, 2008, is attached hereto as Exhibit B.

4. A true and correct copy of the Plaintiff's Memorandum of Points and Authorities in Opposition to Defendant's Motion for Sanctions, filed on June 16, 2008, is attached hereto as Exhibit C.

Dated: New York, New York  
June 30, 2008

SIDLEY AUSTIN LLP

By: 

Cliff Foston  
787 Seventh Avenue  
New York, New York 10019

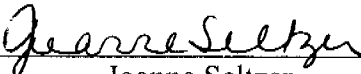
Attorneys for Defendant  
Deutsche Bank Securities Inc.

**CERTIFICATE OF SERVICE**

I, Joanne Seltzer, an attorney admitted to practice in the State of New York, and not a party to this action, state under penalty of perjury that on the 30th day of June, 2008, I caused a true and correct copy of the foregoing Affirmation of Cliff Fonstein In Opposition to Plaintiff's Motion to File a Second Amended Complaint to be served upon the following:

Richard T. Seymour  
Law Office of Richard T. Seymour, PLLC  
1150 Connecticut Avenue, NW, Suite 900  
Washington, D.C. 20036-4129  
(by Federal Express overnight delivery)

Steven A. Berger  
Berger & Webb, LLP  
1633 Broadway, 46<sup>th</sup> Floor  
New York, New York 10019  
(by hand)

  
Joanne Seltzer